



THE UNITED STATES
CORPORATION
COMPANY

99000008589

ACCOUNT NO. : 072100000032

REFERENCE : 507725 10281A

AUTHORIZATION : Patricia Kyzar

COST LIMIT : \$ 125.00

ORDER DATE : December 8, 1999

ORDER TIME : 11:41 AM

ORDER NO. : 507725-005

CUSTOMER NO: 10281A

CUSTOMER: Terry V. Broughton, Esq
TERRY V. BROUGHTON, P.A.
TERRY V. BROUGHTON, P.A.
1705-d2 Colonial Boulevard

Fort Myers, FL 33907

DOMESTIC FILING

NAME: TROPICANA RESORTS GROUP LLC

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

400003064324--7

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Erika Carlson

EXAMINER'S INITIALS: _____

FILED
99 DEC -8 PM 2:17
TALLAHASSEE FLORIDA

RECEIVED
99 DEC -8 PM 12:18
TALLAHASSEE FLORIDA

ARTICLES OF ORGANIZATION FOR FLORIDA

LIMITED LIABILITY COMPANY

OF

TROPICANA RESORTS GROUP LLC

ARTICLE I

Name

The name of this Limited Liability Company is TROPICANA RESORTS GROUP LLC.

ARTICLE II

Address

The mailing address and street address of the principal office of the Limited Liability Company is c/o Hampton Inn, Danport Center, 9241 Market Place Road, Fort Myers, FL 33912.

ARTICLE III

Duration

The period of duration of the Limited Liability Company is perpetual.

ARTICLE IV

Registered Office and Agent

The initial registered office of this Company shall be 5700 Harborage Drive, Fort Myers, FL 33908, and its initial registered agent at such office shall be Girishbhai Patel.

ARTICLE V

Management

The Limited Liability Company is to be managed by two managers and the names and addresses of such managers are:

Girishbhai Patel
5700 Harborage Drive
Fort Myers, FL 33908

Rakesh Patel
152 San Felipe Road
Hollister, CA 95023

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TALLAHASSEE FLORIDA

ARTICLE VI
Admission of Additional Members

Additional members will be admitted only with the unanimous consent of all Members upon such terms as are unanimously agreed to by all Members.

ARTICLE VII
Members Rights to Continue Business

The remaining members of the Limited Liability Company shall have the right to continue the business on the death, retirement, resignation, expulsion, bankruptcy, or dissolution of a member or the occurrence of any other event which terminates the continued membership of a member in the Limited Liability Company.

Dated this 6th day of December, 1999.

TROPICANA RESORTS GROUP LLC

By: _____

Girishbhai Patel

SECRETARY OF STATE
TALLAHASSEE FLORIDA

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**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 608.415 OR 608.507, FLORIDA STATUTES, THE UNDERSIGNED LIMITED LIABILITY COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA:

1. The name of the Limited Liability Company is Tropicana Resorts Group LLC.
2. The name and address of the registered agent and office is:

Girishbhai Patel
5700 Harborage Drive
Fort Myers, FL 33908

Having been named as registered agent and to accept service of process for the above-stated Limited Liability Company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 12/6, 1999


Girishbhai Patel

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SECRETARY OF STATE
TALLAHASSEE FLORIDA